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CHAMBERS OF
WILLIAM H. PAULEY
U.S.D.J.

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ELECTRONICALLY FILED
DATE FILED: 3/17/09

Attorneys for the EMI Publishing Plaintiffs

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

CAPITOL RECORDS, INC.; CAROLINE
RECORDS, INC.; EMI CHRISTIAN MUSIC
GROUP INC.; PRIORITY RECORDS LLC;
VIRGIN RECORDS AMERICA, INC.;
BEECHWOOD MUSIC CORP.;
COLGEMS-EMI MUSIC INC.; EMI APRIL
MUSIC INC.; EMI BLACKWOOD MUSIC;
EMI FULL KEEL MUSIC; EMI GOLDEN
TORCH MUSIC CORP.; EMI LONGITUDE
MUSIC; EMI VIRGIN MUSIC, INC.; and
EMI VIRGIN SONGS, INC.,

Plaintiffs,

v.

MP3TUNES, LLC and MICHAEL
ROBERTSON,

Defendants.

No. 07 CIV. 9931 (WHP)
ECF Case

STIPULATION AND
PROPOSED ORDER
SUBSTITUTING COUNSEL

IT IS HEREBY STIPULATED AND AGREED by the undersigned that Pryor Cashman LLP is hereby substituted for Jenner & Block LLP as attorneys of record for Plaintiffs Beechwood Music Corp., Colgems-EMI Music Inc., EMI April Music Inc., EMI Blackwood Music, EMI Full Keel Music, EMI Golden Torch Music Corp., EMI Longitude Music, EMI Virgin Music, Inc., and EMI Virgin Songs, Inc. (collectively, the "EMI Publishing Plaintiffs") in this Action.

IT IS FURTHER STIPULATED AND AGREED that Jenner shall continue to serve as counsel of record for Plaintiffs Capitol Records, Inc., Caroline Records, Inc., EMI Christian Music Group Inc., Priority Records LLC and Virgin Records America, Inc. (collectively, the "EMI Music Plaintiffs") in this Action.

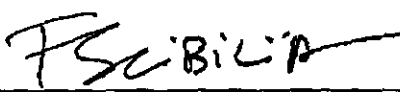
IT IS FURTHER STIPULATED AND AGREED that this stipulation may be executed in counterparts, and that facsimile signatures herein shall have the same force and effect as original signatures.

Dated: New York, New York
March 6, 2009

By:

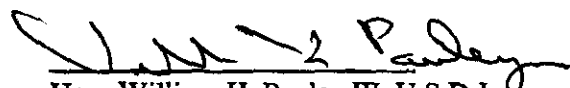
Andrew H. Bart
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By:



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PRYOR CASHMAN LLP
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SO ORDERED:



Hon. William H. Pauley III, U.S.D.J.
3/16/09

IT IS FURTHER STIPULATED AND AGREED that Jenner shall continue to serve as counsel of record for Plaintiffs Capitol Records, Inc., Caroline Records, Inc., EMI Christian Music Group Inc., Priority Records LLC and Virgin Records America, Inc. (collectively, the "EMI Music Plaintiffs") in this Action.

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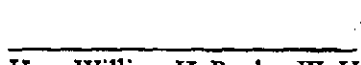
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SO ORDERED:


Hon. William H. Pauley III, U.S.D.J.